

#26  
New Number

- A

ELIAS C. ALVORD (1942)  
ELLSWORTH C. ALVORD (1964)

ROBERT W. ALVORD\*  
CHARLES T. KAPPLER  
JOHN H. DOYLE  
GEORGE JOHN KETO\*  
RICHARD N. BAGENSTOS  
JAMES C. MARTIN, JR.\*

\* ALSO ADMITTED IN NEW YORK  
\* ALSO ADMITTED IN OHIO  
\* ALSO ADMITTED IN MARYLAND

LAW OFFICES  
ALVORD AND ALVORD

200 WORLD CENTER BUILDING

918 SIXTEENTH STREET, N.W.

WASHINGTON, D.C.

20006-2973

(202) 393-2266

16204

OF COUNSEL  
URBAN A. LESTER

CABLE ADDRESS  
"ALVORD"

TELEX

440367 A AND A

TELEFAX

(202) 393-2156

9-044A013

9-044A014

INTERSTATE COMMERCE COMMISSION

February 13, 1989

Ms. Noreta R. McGee  
Secretary  
Interstate Commerce Commission  
Washington, D.C. 20423

Dear Ms. McGee:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11303(a) are three fully executed original copies and two photocopies each of 1) a Memorandum of Lease Agreement dated as of July 25, 1988 and 2) an Amendment dated as of January 9, 1989 to Memorandum of Lease, primary and secondary documents, respectively, as defined in the Commission's Rules for the Recordation of Documents, 49 C.F.R. Section 1177.

The names and addresses of the parties to the enclosed documents are:

Lessor: Greenbrier Railcar, Inc.  
One Centerpointe Drive, Suite 200  
Lake Oswego, Oregon 97035

Lessee: Interail, Inc.  
One Foxfield Square, Suite 200  
St. Charles, Illinois 60174

A description of the railroad equipment covered by the enclosed documents is:

Twenty (20) 40'6" 100-ton copper boxcars for metal ingot loading bearing NOKL marks and numbers 77000 through 77019, both inclusive.

Also enclosed is a check in the amount of \$26 payable to the order of the Interstate Commerce Commission covering the required recordation fee.

Fifty (50) 40'6" 100-ton Copper Boxcars for metal ingot loading bearing NOKL marks and numbers 77020 - 77069.

RECORDED NO. FILED NO.

FEB 13 1989 12 30 AM

INTERSTATE COMMERCE COMMISSION

16204

Should be  
Rec. NO.  
15776-A

C.T. Harpster

Overleaf

Ms. Noreta R. McGee  
Secretary  
Interstate Commerce Commission  
February 13, 1989  
Page Two

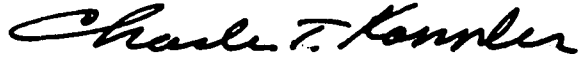
Kindly return stamped copies of the enclosed documents not needed for your files to Charles T. Kappler, Esq., Alvord and Alvord, 918 Sixteenth Street, N.W., Washington, D.C. 20006.

A short summary of the enclosed documents to appear in the Commission's Index is:

Memorandum of Lease Agreement dated as of July 25, 1988, ~~as amended by Amendment dated as of January 9, 1989~~, between Greenbrier Railcar, Inc., Lessor, and Interail, Inc., Lessee, covering ~~20~~ 40'6" <sup>50</sup> 100-ton copper boxcars marked and numbered NOKL ~~77000 through NOKL 77019~~, both inclusive.

77020 " 77069

Very truly yours,

  
Charles T. Kappler

Enclosures

18204

RECEIVED FEB 13 1989

FEB 13 1989 14:00 AM

INTERSTATE COMMERCE COMMISSION

*ICC Copy*

*New Number*

---

MEMORANDUM OF LEASE

BETWEEN

GREENBRIER RAILCAR, INC. ("LESSOR")

AND

INTERAIL, INC. ("LESSEE")

JULY 25, 1988

---

Memorandum of a Lease Agreement made and entered into as of July 25, 1988 by and between Greenbrier Railcar, Inc., a Delaware corporation, ("Lessor") and Interail, Inc., a Kansas corporation ("Lessee").

W I T N E S S E T H:

1. Lessor has agreed to furnish to Lessee, and the Lessee has agreed to lease from Lessor fifty (50) 40' 6" 100-ton copper boxcars for metal ingot loading bearing NOKL marks and numbers as follows:

NOKL 77020 - 77069

2. The Lease Agreement shall be effective as of the date first set forth hereinabove and shall be subject to the Lease Term, as defined in the Lease Agreement.

IN WITNESS WHEREOF, the parties hereto have caused this instrument to be signed and sealed by their respective corporate officers as of the date and year first above written.

INTERAIL, INC.

By: John Cowles

GREENBRIER RAILCAR, INC.

By: Norris M. Webb, V.P.

STATE OF OREGON                    )  
  )  
COUNTY OF CLACKAMAS            )

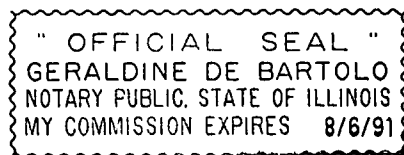
On this 1<sup>st</sup> day of February 1989 before me personally appeared Norriss M. Webb, to me personally known, who being by me duly sworn, says that he is the Vice President of Greenbrier Railcar, Inc. that the foregoing instrument was signed on behalf of said corporation, and he acknowledged that the execution of the said instrument was his free act and deed.

Janet E. Hudson  
NOTARY PUBLIC

My commission expires: 5/28/90

STATE OF ILLINOIS                )  
  )  
COUNTY OF                        )

On this 6<sup>th</sup> day of FEB. 1989, before me personally appeared JOHN N. COWLES, to me personally known, who being by me duly sworn, says that he is PRESIDENT of Interail, Inc. that the foregoing instrument was signed on behalf of said corporation, and he acknowledged that the execution of the said instrument was his free act and deed.



Geraldine DeBartolo  
NOTARY PUBLIC

My commission expires: